



Board of Light, Gas and Water Commissioners

220 S. Main Street

Memphis, TN 38103

www.mlgw.com

Board Meeting

~ Preliminary Agenda ~

Wednesday, April 1, 2020

8:30 AM

Call In "ZOOM" Meeting

INFORMATION FOR THE BENEFIT OF THE PUBLIC:

Public Notice: Regular board meetings are held the first and third Wednesdays of the month at MLGW's Administration Building unless otherwise noted in the public notice filing and website. The proposed agenda will be posted in the public section of the ground floor lobby of the Administration Building and on MLGW's website at least 48 hours before the Board meets. You may access the proposed Board agenda and all available documents related to the items linked from the agenda on the Internet at: www.mlgw.com. Large agreements, items related to Homeland Security or items received too late to post may not be viewable. You may view those documents in the Public Records Office prior to or after the Board meeting. By Board action, agenda items may be added, deleted or held for later consideration at a later board meeting.

Consent Agenda: Items shown under the Consent Agenda consists of items considered to be routine and non-controversial upon which the documentation provided to the Board is adequate to give sufficient information for approval without inquiry or discussion during the Board meeting. The use of the Consent Agenda is designed to minimize the time required for the handling of routine matters in order to permit additional time to be spent on more significant matters. The Chairman will call for approval on the Consent Agenda as a whole and the vote will be treated as a separate vote on each item. At the request of a Board member, the Chairman may move any item on the Consent Agenda to the Regular Agenda.

Regular Agenda: Item(s) to be individually considered for Board action.

Filed Items: The Board may be provided information which does not require Board approval or Board discussion but which is noted for the official record as having been supplied to the Board.

Resolutions: Generally, there are two types of resolutions subject to approval by the MLGW Board of Commissioners. Internal Board Resolutions are within the full authority of the Board and considered final upon the acceptance of the minutes of that board action. External Board Resolutions are subject to the approval of the City Council and are not considered final until the City Council accepts the minutes of their approval for such.

ADA: As a covered entity under Title II of the Americans with Disabilities Act, MLGW does not discriminate on the basis of disability and, upon request, will provide reasonable accommodation to ensure equal access to its programs, services, and activities. To ensure availability, such request should be made 72 hours in advance by contacting Eric Conway at (901) 528-4486 during business hours.

CALL TO ORDER AND OPENING REMARKS: Chairwoman McCullough

ACKNOWLEDGEMENT OF ELECTRONIC MEETING: Chairwoman McCullough

Due to the declarations of a State of Emergency by the President of the United States, the Governor of Tennessee and the Mayor of Memphis relating to the COVID-19 pandemic, the MLGW Board of Commissioners meeting is being conducted via live stream in order to protect the health, safety and welfare of the public, MLGW employees and MLGW Commissioners. A video or audio recording of the meeting will be available within 48 hours of the close of the meeting through the MLGW website at mlgw.com/livestream.

PLEDGE OF ALLEGIANCE: Chairwoman McCullough

Chairwoman McCullough will lead the Pledge of Allegiance via phone.

ROLL CALL: Dana Jeanes

APPROVALS:

Approve Minutes of the Meeting of March 18, 2020.

CITY COUNCIL ACKNOWLEDGEMENTS & UPDATE: Dana Jeanes

Receipt of Certified Copies of City Council Resolutions dated March 24, 2020, Items 8 through 14.

PRESENTATIONS:

(None)

GENERAL STATEMENTS FROM THE PUBLIC:

Chairwoman McCullough will read through submitted requests provided by Corporate Communications from corpcomm@mlgw.org.

PRESIDENT'S BRIEFING:

1. Review of Consent Agenda - J. T. Young

(President's Briefing Continued on Page 5)

CONSENT AGENDA

(Items 1 through 12)

CHIEF CUSTOMER OFFICER

(None)

CHIEF INFORMATION OFFICER

(None)

CHIEF PEOPLE OFFICER

(None)

COMMUNITY & EXTERNAL AFFAIRS

(None)

DESIGN CONSTRUCTION & DELIVERY

(None)

ENGINEERING & OPERATIONS

1. Resolution awarding Contract No. 12165, Mobile Radio Replacement to Leonardo, in the funded amount \$6,685,351.20. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
2. Resolution approving Change No. 2 to Contract No. 11800, InfoWater Hydraulic Model Implementation Services with Innovyze, Incorporated, in the funded amount of \$11,040.00. (This change is to renew annual license, maintenance and support services for the Water Modeling Software for the period covering May 15, 2020 through May 14, 2021, with a 2.98% increase in rates from the previous renewal due to increased maintenance costs. Innovyze, Incorporated is the sole owner, developer, and distributor of the InfoWater Software Package. MLGW is requesting continuous maintenance of the acquired system, which can only be performed by Innovyze, Incorporated.) (Randy Orsby) (CITY COUNCIL APPROVAL REQUIRED)
3. Resolution approving Change No. 2 to Contract No. 11682, Customer Care Center Back-Up Communications Plan with AT&T Business Systems, in the funded amount of \$200,000.00. (This change is to renew the current contract term for the first of two annual renewal terms covering the period August 16, 2020 through August 15, 2021 in the amount of \$150,000.00 for the monthly service fee for local dial tone services, with no increase in rates from the initial term. This change is to also add \$50,000.00 to the existing contract for the installation and monthly service fee of 48 SIP Trunks for the Spitfire Dialer Outbound Calling Services for the Customer Care Center at 1665 Whitten Road.) (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)
4. Resolution approving amendments and delegating authority to the President or VP of Engineering and Operations or his approved staff, to execute and deliver the contract amendments to streamline the invoicing process for remaining purchases of natural gas at the discounts to market price included in the original contracts with Public Energy Authority of Kentucky and Tennergy Corporation. (Nick Newman) (REQUIRES CITY COUNCIL APPROVAL)

INNOVATION & BUSINESS ANALYTICS

(None)

PRESIDENT

5. Resolution authorizing the MLGW President and CEO to enter into contracts for the purchase of equipment, materials, goods and services and to take such other actions as may be necessary or expedient in order to maintain operations and continue the supply of electric, gas and water service to MLGW's customers between meetings of this Board, without further approval by the MLGW Board of Commissioners.) (J. T. Young) (REQUIRES CITY COUNCIL APPROVAL)

SVP, CFO & CAO, FINANCE

6. Resolution approving plans to issue tax-exempt Series 2020 Water System Revenue Bonds in an original aggregated principal amount of not to exceed \$75,000,000. (The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds to reimburse the Division for capital expenditures incurred on or after the date that is sixty days prior to the approval date of this Resolution by the City.) (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
7. Resolution approving plans to issue tax-exempt Series 2020 Gas System Revenue Bonds in an original aggregated principal amount of not to exceed \$70,000,000. (The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds to reimburse the Division for capital expenditures incurred on or after the date that is sixty days prior to the approval date of this Resolution by the City.) (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)
8. Resolution approving plans to issue tax-exempt Series 2020 Electric System Revenue Bonds in an original aggregated principal amount of not to exceed \$160,000,000. (The Division intends to use a portion of the proceeds of the Bonds to reimburse the Division for costs incurred prior to the issuance of the Bonds. Under federal tax law, in order for the proceeds of tax-exempt Bonds to be used to reimburse the Division for prior expenditures, the Division and the City must declare their official intent to reimburse the Division for prior expenditures with proceeds of the Bonds. This resolution will constitute such declaration of official intent and will allow the Division to utilize a portion of the Bond proceeds

to reimburse the Division for capital expenditures incurred on or after the date that is sixty days prior to the approval date of this Resolution by the City.) (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

9. Resolution awarding Contract No. 12153, Executive Search Firm to Preng & Associates, in the funded not-to-exceed amount of \$65,000.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

10. Resolution approving the selection of professionals in connection with the proposed issuance of Series 2020 Electric System Revenue Bonds, Series 2020 Gas System Revenue Bonds, Series 2020 Water System Revenue Bonds and Series 2020 Taxable Electric System Revenue Refunding Bonds. (Dana Jeanes) (REQUIRES CITY COUNCIL APPROVAL)

SVP, CHIEF OPERATING OFFICER

(None)

SHARED SERVICES

11. Resolution awarding a purchase order to Vermeer Midsouth, Inc., via the Sourcewell Public Utility, for a directional boring system in the amount of \$357,991.00. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

12. Resolution awarding a purchase order to Brighter Days and Nites, Inc. for three phase low energy reclosers, in the amount of \$1,021,016.20. (Randy Orsby) (REQUIRES CITY COUNCIL APPROVAL)

VP & GENERAL COUNSEL

(None)

PRESIDENT'S BRIEFING (Continued):

2. Coronavirus Update - J. T. Young

3. Other - J. T. Young

COMMITTEE REPORTS:

(None)

ADDITIONAL MEETING

Human Resources Committee Meeting - 9:30 a.m. –
Call-In Information Provided to Committee